

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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Counsel to the Plan Administrator

In re:

BED BATH & BEYOND INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**STIPULATION AND CONSENT ORDER RESOLVING JOINT MOTION OF TEXAS
TAXING AUTHORITIES TO COMPEL PAYMENT OF REMAINING AMOUNTS DUE
ON YEAR 2022 AD VALOREM BUSINESS PERSONAL PROPERTY TAXES
[DOCKET NO. 2664]**

The relief set forth on the following pages, numbered two (2) through eight (8) is hereby
ORDERED.

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtor's proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

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Debtors: BED BATH & BEYOND INC., *et al.*
Case No. 23-13359 (VFP)
Caption of Order: Stipulation and Consent Order Resolving Joint Motion of Texas Taxing Authorities to Compel Payment of Remaining Amounts Due on Year 2022 Ad Valorem Business Personal Property Taxes [Docket No. 2664]

This Stipulation and Consent Order (the “Order”) is entered into by the Texas Taxing Authorities² and Michael Goldberg, solely in his capacity as plan administrator (the “Plan Administrator”), and together, the “Parties” including, as applicable, by and through their duly authorized undersigned counsel.

RECITALS

WHEREAS, on April 23, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”) in the Bankruptcy Court for the District of New Jersey (the “Bankruptcy Court”).

WHEREAS, on September 11, 2023, the Debtors filed their *Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and its Debtor Affiliates* [Docket No. 2160] (the “Plan”). On September 14, 2023, the Court entered an Order confirming the Plan (the “Confirmation Order”) [Docket No. 2172].

² The Texas Taxing Authorities include all taxing authorities represented by Linebarger Goggan Blair & Sampson, Perdue Brandon Fielder Collins & Mott, and McCreary Veselka Bragg & Allen including but not limited to: Bexar County, Cameron County, Cypress-Fairbanks Independent School District, Dallas County, City of El Paso, Fort Bend County WCID #02, Fort Bend County, City of Frisco, Grayson County, Gregg County, Harris County, Hidalgo County, Jefferson County, Lewisville Independent School District, City of McAllen, McLennan County, City of Mesquite, Montgomery County, Nueces County, Parker CAD, Rockwall CAD, San Marcos CISD, Smith County, Tarrant County, Tom Green CAD, Victoria County, Wichita County Tax Office, Randall County Tax Office, Brazoria County, Brazoria County Special Road & Bridge, Alvin Independent School District, Alvin Community College, Brazoria County Drainage District #4, Pearland Municipal Management, Brazoria Municipal Utility District #06, Woodlands Metro Municipal Utility District, Woodlands Road Utility District, Clear Creek Independent School District, Humble Independent School District, Pasadena Independent School District, Spring Branch Independent School District, City of Houston, Lubbock Central Appraisal District, Midland County, City of Lake Worth, Crowley Independent School District, Grapevine-Colleyville Independent School District, Frisco Independent School District, Plano Independent School District, Bell County Tax Appraisal District, Bowie Central Appraisal District, Brazos County, Denton County, Guadalupe County, Hays County, Midland Central Appraisal District, Taylor County Central Appraisal District, City of Waco, Waco Independent School District and Williamson County.

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WHEREAS, on September 12, 2023, the Court held the plan confirmation hearing. At said hearing, the Debtors represented that the 2022 taxes due and owing to the Texas Taxing Authorities would be paid within forty-eight (48) hours of said hearing.

WHEREAS, the effective date of the Plan occurred on September 29, 2023 (the “Plan Effective Date”), pursuant to the *Notice of (I) Entry of the Order (A) Approving the Disclosure Statement on a Final Basis and (B) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and its Debtor Affiliates and (II) Occurrence of Effective Date* [Docket No. 2311].

WHEREAS, after the confirmation hearing, the Debtors paid the base tax on the 2022 tax amounts, but not the pre-petition interest and penalties or post-petition interest thereon, which constituted amounts due on the claims. On November 6, 2023, the Texas Taxing Authorities filed their *Joint Motion to Compel Payment of Remaining Amounts Due on “Year 2022 Ad Valorem Business Personal Property Taxes* (the “Motion to Compel”) [Docket No. 2664].

WHEREAS, the August 2024 balances remaining unpaid to the Texas Taxing Authorities for the portions of their claims attributable to year 2022 ad valorem business personal property taxes are: \$195,819.42 for the entities represented by McCreary, Veselka, and Allen, PC; \$118,882.24 for the entities represented by Perdue, Brandon, Fielder, Collins & Mott, LLP; and \$706,061.88 for the entities represented by Linebarger Goggan Blair & Sampson, LLP (the “Tax Firms”). The August 2024 balance owed to each individual entity comprising the Texas Taxing Authorities is itemized on the attached **Exhibits A-C**.

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WHEREAS, the Debtors have returned funds from the Professional Fee Escrow Account, with \$600,000.00 earmarked for the Texas Taxing Authorities, to be divided pro-rata based on the August 2024 balances set forth in the following paragraphs³, within three (3) business days of the Effective Date, defined below, for pro-rata disbursement to the Texas Taxing Authorities.

WHEREAS, the Plan Administrator has additionally agreed to remit a total of \$150,000.00 from the Texas Reserve (as defined below) to the Tax Firms, to be divided pro-rata based on the August balances set forth herein, within three (3) business days of the Effective Date, defined below, for pro-rata disbursements to the Texas Taxing Authorities.

WHEREAS, the Plan Administrator and the Texas Taxing Authorities have agreed that the Texas Taxing Authorities shall have Allowed Priority Tax Claims for the unpaid 2022 tax balances following application of the \$750,000 in payments from the Plan Administrator, which claims shall be paid in accordance with the Plan. Said amounts are itemized on the attached **Exhibits D-F** and are automatically allowed as Priority Tax Claims accordingly without need for further amendment of the Texas Taxing Authorities' claims by the Tax Firms. No further amounts, including without limitation, for interest and penalties shall be due and owing. Further, the claims agent shall be authorized to update the claims register accordingly.

NOW THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION THE PARTIES HERETO ACKNOWLEDGE RECEIVING, IT IS HEREBY STIPULATED AND AGREED AS FOLLOWS:

³ The Tax Firms have each provided their clients' pro-rata share of tax payments set forth herein.

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Debtors: BED BATH & BEYOND INC., *et al.*
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1. The recitals set forth above are hereby made an integral part of the Parties' Stipulation and are incorporated herein.

2. Effective Date. This Stipulation and Consent Order shall become Effective (the "Effective Date") upon becoming final and non-appealable.

3. 2022 ad valorem business personal property claim balances. The Parties agree the 2024 balances remaining unpaid to the Texas Taxing Authorities for the portions of their claims attributable to year 2022 ad valorem business personal property taxes are: \$195,819.42 for the entities represented by McCreary, Veselka, Bragg and Allen, PC; \$118,882.24 for the entities represented by Perdue, Brandon, Fielder, Collins & Mott, LLP; and \$706,061.88 for the entities represented by Linebarger Goggan Blair & Sampson, LLP (the "Tax Firms"), as itemized on the attached Exhibits A-C.

4. Payment from Plan Administrator. The Parties agree that, within three (3) business days of the Effective Date, the Plan Administrator shall remit a total of \$600,000.00 to the Tax Firms, which sum was previously earmarked by the Debtors from the Professional Fee Reserve for this purpose, pro-rated as follows:

\$115,101.74 to McCreary, Veselka, Bragg and Allen, PC;

\$69,878.42 to Perdue, Brandon, Fielder, Collins & Mott, LLP; and

\$415,019.84 to Linebarger Goggan Blair & Sampson, LLP

for pro-rata distribution by the Tax Firms to the applicable Texas Taxing Authorities.

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Debtors: BED BATH & BEYOND INC., *et al.*
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5. Additional Payment from Plan Administrator. Within three (3) business days of the Effective Date, the Plan Administrator shall remit a total of \$150,000.00 from the Texas Reserve⁴, to the Tax Firms, pro-rated as follows:

\$28,775.43 to McCreary, Veselka, Bragg and Allen, PC;

\$17,469.62 to Perdue, Brandon, Fielder, Collins & Mott, LLP; and

\$103,754.95 to Linebarger Goggan Blair & Sampson, LLP

for pro-rata distribution by the Tax Firms to the applicable Texas Taxing Authorities.

6. Allowed Priority Tax Claims. The Texas Taxing Authorities shall have Allowed Priority Tax Claims for the unpaid balances as of August 2024 after application of the \$750,000 in payments from the Plan Administrator. These claim amounts are itemized on the attached **Exhibits D-F** and are automatically allowed as the remaining claim balances of the claims of the Texas Taxing Authorities without need for further amendment of claims by the Tax Firms, and such claims shall be paid in accordance with the Plan. No further interest and/or penalties shall accrue on the remaining claims and this stipulation shall resolve all claims of the Texas Taxing Authorities with respect to 2022 *Ad Valorem* Taxes. The claims agent shall update the claims register accordingly.

7. The Parties further agree that the terms of this Stipulation and Consent Order resolve the Motion to Compel [Docket No. 2664].

⁴ The “Texas Reserve” is defined in the *Order (I) Authorizing the Settlement of Ad Valorem Tax Claims of Texas Taxing Authorities, (II) Authorizing the Use of \$2.8 Million Set Aside to Satisfy Claims of Texas Taxing Authorities, and III) Granting Related Relief* [Docket. No. 2954].

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Debtors: BED BATH & BEYOND INC., *et al.*
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8. The Parties acknowledge and agree that the Court shall retain jurisdiction over all disputes concerning or related to the subject matter of this Stipulation and Consent Order.

Dated: September 11, 2024

/s/ Paul J. Labov

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Counsel to the Plan Administrator

Dated: August 30, 2024

/s/ Julie Anne Parsons

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Counsel to Texas Taxing Authorities as set forth in FN2

Dated: August 30, 2024

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Debtors: BED BATH & BEYOND INC., *et al.*
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Dated: September 4, 2024

/s/ Tara L. Grundemeier

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Dated: September 11, 2024

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Local Counsel to the Texas Taxing Authorities as set forth in FN2

EXHIBIT A

Taxing Entity	Account Number	2022 Base Tax Amount Claimed	Claim (prepet) P&I	Total 2022 Claim Amt.	Postpet Interest May 2023-Aug 2024 (2022 Base Tax Amt. x .16)	Amount paid by Debtors	Total Still Due Through Aug 2024	Amount Paid by Plan Administrator
Brazos	335670	\$20,922.79	\$5,785.17	\$26,707.96	\$3,347.65	\$20,922.79	\$9,132.82	\$6,710.28
Denton MVBA entities	938862DEN	\$6,142.18	\$2,039.21	\$8,181.39	\$982.75	\$6,142.18	\$3,021.96	2220.37
	655782DEN	\$1,968.91	\$653.68	\$2,622.59	\$315.03	\$1,968.91	\$968.71	711.75
	696803DEN	\$259,744.53	\$86,235.20	\$345,979.73	\$41,559.12	\$259,744.53	\$127,794.32	93896.14
	943191DEN	\$21,804.00	\$6,028.80	\$27,832.80	\$3,488.64	\$21,804.00	\$9,517.44	6992.88
Guadalupe County for City of Selma	P325420	\$2,008.64	\$555.39	\$2,564.03	\$321.38	\$2,008.64	\$876.77	\$644.21
Hays County	P117965	\$3,356.65	\$928.11	\$4,284.76	\$537.06	\$3,356.65	\$1,465.17	\$1,076.52
Midland CAD entities	P000027228	\$9,094.96	\$3,019.53	\$12,114.49	\$1,455.19	\$9,094.96	\$4,474.72	\$3,287.77
Taylor County CAD	972540	\$8,979.43	\$2,981.17	\$11,960.60	\$1,436.71	\$8,979.43	\$4,417.88	\$3,246.01
City of Waco/Waco ISD	48A139470	\$10,359.47	\$2,864.39	\$13,223.86	\$1,657.52	\$10,359.47	\$4,521.91	\$3,322.45
Williamson County	P450420	\$25,616.23	\$7,082.88	\$32,699.11	\$4,098.60	\$25,616.23	\$11,181.48	\$8,215.53
	P406323	\$27,642.66	\$7,643.17	\$35,285.83	\$4,422.83	\$27,642.66	\$12,066.00	\$8,865.42
	P490204 (Buy Buy Baby)	\$14,616.82	\$4,041.55	\$18,658.37	\$2,338.69	\$14,616.82	\$6,380.24	\$4,687.84

Totals

\$412,257.27 \$129,858.25 \$542,115.52 \$65,961.17 \$412,257.27 \$195,819.42 \$143,877.17

EXHIBIT B

Perdue Brandon Fielder Collins & Mott LLP - Exhibit B							
Taxing Entity	Account Number	2022 Base Tax Amount Claimed	2022 Claim P/I (prepetition)	2022 Claim Total	Post Petition Interest (May 2023 - August 2024)	Amount paid by Debtors	Amount due through August 2024
Alvin Comm College	9100-0148-000	\$ 1,118.39	\$ 309.23	\$1,427.62	\$ 178.94	\$ 1,118.39	\$ 488.17
Alvin ISD	9100-0148-000	\$ 9,386.82	\$ 3,116.42	\$12,503.24	\$ 1,501.89	\$ 9,386.82	\$ 4,618.31
Brazoria County	9100-0148-000	\$ 1,983.42	\$ 658.50	\$2,641.92	\$ 317.35	\$ 1,983.42	\$ 975.85
Brazoria County Drainage District #4	9100-0148-000	\$ 940.25	\$ 312.17	\$1,252.42	\$ 150.44	\$ 940.25	\$ 462.61
Brazoria County Special Road & Bridge	9100-0148-000	\$ 340.67	\$ 113.10	\$453.77	\$ 54.51	\$ 340.67	\$ 167.61
Brazoria Municipal Utility District #06	9100-0148-000	\$ 3,066.03	\$ 1,017.92	\$4,083.95	\$ 490.56	\$ 3,066.03	\$ 1,508.48
Pearland Municipal Management	9100-0148-000	\$ 512.10	\$ 170.02	\$682.12	\$ 81.94	\$ 512.10	\$ 251.96
Frisco Independent School District	P900020214071	\$ 14,733.82	\$ 4,891.63	\$19,625.45	\$ 2,357.41	\$ 14,733.82	\$ 7,249.04
Frisco Independent School District	P900021130071	\$ 15,459.25	\$ 5,132.47	\$20,591.72	\$ 2,473.48	\$ 15,459.25	\$ 7,605.95
Plano Independent School District	P900020211971	\$ 10,816.70	\$ 3,351.02	\$14,167.72	\$ 1,730.67	\$ 10,816.70	\$ 5,081.69
Plano Independent School District	P900029504641	\$ 26,328.31	\$ 8,156.51	\$34,484.82	\$ 4,212.53	\$ 26,328.31	\$ 12,369.04
Plano Independent School District	P900021010081	\$ 11,392.25	\$ 3,529.32	\$14,921.57	\$ 1,822.76	\$ 11,392.25	\$ 5,352.08
City of Houston	*0712040	\$ 6,461.64	\$ 2,145.26	\$8,606.90	\$ 1,033.86	\$ 6,461.64	\$ 3,179.12
Clear Creek Independent School District	*0651006	\$ 11,892.95	\$ 1,308.22	\$13,201.18	\$ 1,902.87	\$ 11,892.95	\$ 3,211.09
Clear Creek Independent School District	2169870	\$ 9,557.66	\$ 1,051.34	\$10,609.00	\$ 1,529.23	\$ 9,557.66	\$ 2,580.57
Humble Independent School District	*0797999	\$ 21,975.29	\$ 2,417.29	\$24,392.62	\$ 3,516.05	\$ 21,975.29	\$ 5,933.34
Humble Independent School District	2310368	\$ 8,278.21	\$ 190.60	\$9,188.82	\$ 1,324.51	\$ 8,278.21	\$ 2,235.11
Pasadena Independent School District	*0926033	\$ 10,687.73	\$ 3,548.33	\$14,236.06	\$ 1,710.04	\$ 10,687.73	\$ 5,258.37
Spring Branch Independent School District	*0712040	\$ 15,363.42	\$ 5,100.66	\$20,464.07	\$ 2,458.15	\$ 15,363.42	\$ 7,558.81
Lubbock Central Appraisal District	P174914	\$ 16,255.37	\$ 5,396.79	\$21,652.17	\$ 2,600.86	\$ 16,255.37	\$ 7,997.65
Midland County	P027228	\$ 833.14	\$ 276.61	\$1,109.75	\$ 133.30	\$ 833.14	\$ 409.91
Woodlands Metro Municipal Utility District	19-1001-93-25066	\$ 951.22	\$ 315.80	\$1,267.03	\$ 152.20	\$ 951.22	\$ 468.00
Woodlands Road Utility District	19-1001-93-25066	\$ 2,174.22	\$ 239.16	\$2,413.38	\$ 347.88	\$ 2,174.22	\$ 587.04
Randall County Tax Office	239573	\$ 25,887.90	\$ 8,594.80	\$34,482.70	\$ 4,142.06	\$ 25,887.90	\$ 12,736.86
City of Lake Worth	12200018	\$ 2,654.77	\$ 881.38	\$3,536.15	\$ 424.76	\$ 2,654.77	\$ 1,306.14
Grapevine-Colleyville Independent School District	12694096	\$ 8,992.00	\$ 2,985.34	\$11,977.34	\$ 1,438.72	\$ 8,992.00	\$ 4,424.06
Grapevine-Colleyville Independent School District	14383930	\$ 11,627.60	\$ 3,860.37	\$15,487.97	\$ 1,860.42	\$ 11,627.60	\$ 5,720.79
Wichita County Tax Office	443823	\$ 18,586.59	\$ 6,170.74	\$24,757.33	\$ 2,973.85	\$ 18,586.59	\$ 9,144.59
				\$	-		
		\$ 268,257.72	\$ 75,961.00	\$ 344,218.79	\$ 42,921.24	\$ 268,257.72	\$ 118,882.24

EXHIBIT C

Bed Bath Beyond, Inc
23-13359; 23-13400

EXHIBIT C LINEBARGER GOGGAN BLAIR & SAMPSON, LLP CLIENTS

Entity Name	Bank Number	Account Number	POC Year	POC Amount	2022 POC Amounts	2022 Base Tax	2022 Claim Shortfall	Post-Petition Interest	2022 Total Due through August 31, 2024	2022 Payment Received
Bexar County	23-13359	000001142637	2022-2023 EST	\$47,933.58	\$27,378.87	\$20,554.71	\$6,824.16	\$3,288.75	\$10,112.91	\$20,554.71
Bexar County	23-13359	000001328825	2022-2023 EST	\$104,276.47	\$58,606.73	\$45,669.74	\$12,936.99	\$7,307.16	\$20,244.15	\$45,669.74
Bexar County	23-13359	902033105805	2022-2023 EST	\$58,870.11	\$33,086.90	\$25,783.21	\$7,303.69	\$4,125.31	\$11,429.00	\$25,783.21
Bexar County	23-13359	902033105810	2022-2023 EST	\$51,034.39	\$28,684.49	\$22,349.90	\$6,334.59	\$3,575.98	\$9,910.57	\$22,349.90
Bexar County	23-13359	902033106100	2022-2023 EST	\$81,529.19	\$45,824.46	\$35,704.73	\$10,119.73	\$5,712.76	\$15,832.49	\$35,704.73
Bexar County	23-13400	000001328820	2022-2023 EST	\$48,549.60	\$27,286.44	\$21,263.16	\$6,023.28	\$3,402.11	\$9,425.39	\$21,263.16
			Total:	\$392,193.34	\$220,867.89			\$0.00		
Crowley ISD	23-13359	11091908	2022-2023 EST	\$37,557.31	\$20,570.44	\$15,442.97	\$5,127.47	\$2,470.88	\$7,598.35	\$15,442.97
Crowley ISD	23-13400	13682342	2022-2023 EST	\$43,151.88	\$23,634.17	\$17,743.37	\$5,890.79	\$2,838.94	\$8,729.73	\$17,743.38
			Total:	\$80,709.19	\$44,204.61			\$0.00		
Cypress-Fairbanks ISD	23-13359	0594876	2022-2023EST	\$37,936.47	\$21,668.69	\$16,267.78	\$5,400.91	\$2,602.84	\$8,003.75	\$16,267.78
Cypress-Fairbanks ISD	23-13359	2002542	2022-2023EST	\$19,680.21	\$11,241.01	\$8,439.20	\$2,801.81	\$1,350.27	\$4,152.08	\$8,439.20
Cypress-Fairbanks ISD	23-13400	2196679	2022-2023EST	\$20,131.08	\$11,498.54	\$8,632.54	\$2,866.00	\$1,381.21	\$4,247.21	\$8,632.54
			Total:	\$77,747.76	\$44,408.24			\$0.00		
Dallas County	23-13359	99100111250000000	2022-2023 EST	\$104,185.56	\$59,509.08	\$44,676.48	\$14,832.60	\$7,148.24	\$21,980.84	\$44,676.48
Dallas County	23-13359	99200225200206350	2022-2023 EST	\$11,622.46	\$6,638.56	\$4,983.90	\$1,654.66	\$797.42	\$2,452.08	\$4,983.90
Dallas County	23-13359	99952150000103700	2022-2023 EST	\$161,039.25	\$91,982.97	\$69,056.28	\$22,926.69	\$11,049.00	\$33,975.69	\$69,056.28
Dallas County	23-13400	99100111240000000	2022-2023 EST	\$88,726.94	\$50,679.37	\$38,047.57	\$12,631.80	\$6,087.61	\$18,719.41	\$38,047.57
Dallas County	23-13400	99191125600000000	2022-2023 EST	\$3,834.09	\$2,189.97	\$1,644.12	\$545.85	\$263.06	\$808.91	\$1,644.12
			Total:	\$369,408.30	\$210,999.95			\$0.00		
El Paso	23-13359	091399911161434	2022-2023 EST	\$60,478.06	\$34,544.07	\$25,933.99	\$8,610.08	\$4,149.44	\$12,759.52	\$25,933.99
El Paso	23-13359	200299904730042	2022-2023 EST	\$79,220.73	\$45,249.58	\$33,971.15	\$11,278.43	\$5,435.38	\$16,713.81	\$33,971.15
			Total:	\$139,698.79	\$79,793.65			\$0.00		
Fort Bend Co WCID # 02	23-13359	9960020970008910	2022-2023EST	\$3,945.11	\$2,253.38	\$1,691.73	\$561.65	\$270.68	\$832.33	\$1,691.74
Fort Bend Co WCID # 02	23-13400	9960022210072910	2022-2023EST	\$2,526.46	\$1,443.07	\$1,083.39	\$359.68	\$173.34	\$533.02	\$1,083.39
			Total:	\$6,471.57	\$3,696.45			\$0.00		
Fort Bend County	23-13359	9960020970008910	2022-2023EST	\$30,559.74	\$17,455.22	\$13,104.52	\$4,350.70	\$2,096.72	\$6,447.42	\$13,104.51
Fort Bend County	23-13400	9960022210072910	2022-2023EST	\$19,570.49	\$11,178.34	\$8,392.15	\$2,786.19	\$1,342.74	\$4,128.93	\$8,392.15
			Total:	\$50,130.23	\$28,633.56			\$0.00		
Frisco	23-13359	P900020214071	2022-2023 EST	\$12,350.28	\$6,925.16	\$5,425.12	\$1,500.04	\$868.02	\$2,368.06	\$5,425.10
Frisco	23-13400	P900021130071	2022-2023 EST	\$12,958.37	\$7,266.14	\$5,692.23	\$1,573.91	\$910.76	\$2,484.67	\$5,692.23
			Total:	\$25,308.65	\$14,191.30			\$0.00		
Grayson County	23-13359	P304912	2022-2023 EST	\$26,214.29	\$14,699.12	\$11,515.17	\$3,183.95	\$1,842.43	\$5,026.38	\$11,515.17
			Total:	\$26,214.29	\$14,699.12			\$0.00		
Harris County	23-13359	2212213400000	2019, 2022-2023EST	\$18.04	\$9.18	\$8.00	\$9.18	\$1.28	\$10.46	\$0.00
Harris County	23-13359	2059487600000	2022-2023EST	\$32,989.14	\$18,202.39	\$14,786.75	\$3,415.64	\$2,365.88	\$5,781.52	\$14,786.75
Harris County	23-13359	2065100600000	2022-2023EST	\$21,131.78	\$11,526.20	\$9,605.58	\$1,920.62	\$1,536.89	\$3,457.51	\$9,605.58
Harris County	23-13359	2071204000000	2022-2023EST	\$13,681.09	\$7,197.16	\$6,483.93	\$713.23	\$1,037.43	\$1,750.66	\$6,483.93
Harris County	23-13359	2079799900000	2022-2023EST	\$33,448.88	\$18,239.01	\$15,209.87	\$3,029.14	\$2,433.58	\$5,462.72	\$15,209.87
Harris County	23-13359	2092275500000	2022-2023EST	\$68,587.49	\$38,520.17	\$30,067.32	\$8,452.85	\$4,810.77	\$13,263.62	\$30,067.32
Harris County	23-13359	2092603300000	2022-2023EST	\$18,330.93	\$10,062.31	\$8,268.62	\$1,793.69	\$1,322.98	\$3,116.67	\$8,268.62
Harris County	23-13359	2200254200000	2022-2023EST	\$9,762.40	\$5,243.87	\$4,518.53	\$725.34	\$722.96	\$1,448.30	\$4,518.53
Harris County	23-13359	2225039700000	2022-2023EST	\$38,719.31	\$20,455.59	\$18,263.72	\$2,191.87	\$2,922.20	\$5,114.07	\$18,263.72
Harris County	23-13400	2216987000000	2022-2023EST	\$16,982.37	\$9,262.93	\$7,719.44	\$1,543.49	\$1,235.11	\$2,778.60	\$7,719.44
Harris County	23-13400	2219667900000	2022-2023EST	\$17,505.75	\$9,659.13	\$7,846.62	\$1,812.51	\$1,255.46	\$3,067.97	\$7,846.62
Harris County	23-13400	2225040000000	2022-2023EST	\$48,561.68	\$25,546.67	\$23,015.01	\$2,531.66	\$3,682.40	\$6,214.06	\$23,015.01

Bed Bath Beyond, Inc
23-13359; 23-13400

Entity Name	Bank Number	Account Number	POC Year	POC Amount	2022 POC Amounts	2022 Base Tax	2022 Claim Shortfall	Post-Petition Interest	2022 Total Due through August 31, 2024	2022 Payment Received
Harris County	23-13400	2231036800000	2022-2023EST	\$12,600.33	\$6,870.71	\$5,729.62	\$1,141.09	\$916.74	\$2,057.83	\$5,729.62
Harris County	23-13359	2225076400000	2020	\$316.53	\$0.00			\$0.00	\$0.00	
			Total:	\$332,635.72	\$180,795.32			\$0.00		
Hidalgo County	23-13359	M228099000000F06	2022-2023 EST	\$29,572.12	\$15,939.36	\$13,632.76	\$2,306.60	\$2,181.24	\$4,487.84	\$13,632.76
Hidalgo County	23-13400	E393199000004B16	2022-2023 EST	\$85,787.07	\$46,733.45	\$39,053.62	\$7,679.83	\$6,248.58	\$13,928.41	\$39,053.62
			Total:	\$115,359.19	\$62,672.81			\$0.00		
Jefferson County	23-13359	700000-000-058981-00000	2022-2023EST	\$25,690.32	\$14,673.89	\$11,016.43	\$3,657.46	\$1,762.63	\$5,420.09	\$11,016.43
Jefferson County	23-13359	700000-000-058982-00000	2022-2023EST	\$27,954.13	\$15,966.94	\$11,987.19	\$3,979.75	\$1,917.95	\$5,897.70	\$11,987.19
			Total:	\$53,644.45	\$30,640.83			\$0.00		
Lewisville ISD	23-13359	655782DEN	2022-2023 EST	\$26,104.11	\$14,910.24	\$11,193.87	\$3,716.37	\$1,791.02	\$5,507.39	\$11,193.87
Lewisville ISD	23-13359	696803DEN	2022-2023 EST	\$1,133,640.80	\$647,516.96	\$486,123.84	\$161,393.12	\$77,779.81	\$239,172.93	\$486,123.84
			Total:	\$1,159,744.91	\$662,427.20			\$0.00		
Lewisville ISD	23-13359	938862DEN	2022-2023 EST	\$26,807.22	\$15,311.84	\$11,495.38	\$3,816.46	\$1,839.26	\$5,655.72	\$11,495.38
			Total:	\$26,807.22	\$15,311.84			\$0.00		
McAllen	23-13359	M228099000000F06	2022-2023 EST	\$7,135.39	\$4,001.02	\$3,134.37	\$866.65	\$501.50	\$1,368.15	\$3,134.37
			Total:	\$7,135.39	\$4,001.02			\$0.00		
McLennan County	23-13359	48A139470	2022-2023 EST	\$6,060.36	\$3,393.07	\$2,667.29	\$725.78	\$426.77	\$1,152.55	\$2,643.38
			Total:	\$6,060.36	\$3,393.07			\$0.00		
Mesquite	23-13359	99200225200206350	2022-2023 EST	\$35,245.59	\$18,541.52	\$16,704.07	\$1,837.45	\$2,672.65	\$4,510.10	\$16,704.07
			Total:	\$35,245.59	\$18,541.52			\$0.00		
Montgomery County	23-13359	1910018160454	2022-2023EST	\$31,953.56	\$18,251.35	\$13,702.21	\$4,549.14	\$2,192.35	\$6,741.49	\$13,702.21
Montgomery County	23-13359	1910019325066	2022-2023EST	\$58,048.30	\$33,156.23	\$24,892.07	\$8,264.16	\$3,982.73	\$12,246.89	\$24,892.07
			Total:	\$90,001.86	\$51,407.58			\$0.00		
Nueces County	23-13359	B00282180000	2022-2023 EST	\$59,168.41	\$33,796.02	\$25,372.39	\$8,423.63	\$4,059.58	\$12,483.21	\$25,372.39
			Total:	\$59,168.41	\$33,796.02			\$0.00		
Parker CAD	23-13359	P013372	2022-2023 EST	\$16,387.57	\$9,360.30	\$7,027.27	\$2,333.03	\$1,124.36	\$3,457.39	\$7,027.07
			Total:	\$16,387.57	\$9,360.30			\$0.00		
Rockwall CAD	23-13359	64848	2022-2023 EST	\$18,094.33	\$10,335.18	\$7,759.15	\$2,576.03	\$1,241.46	\$3,817.49	\$7,759.15
			Total:	\$18,094.33	\$10,335.18			\$0.00		
San Marcos CISD	23-13359	P117965	2022-2023 EST	\$8,771.25	\$4,614.26	\$4,156.99	\$457.27	\$665.12	\$1,122.39	\$4,156.99
			Total:	\$8,771.25	\$4,614.26			\$0.00		
Smith County	23-13359	40100143082000	2022-2023 EST	\$60,620.95	\$33,991.94	\$26,629.01	\$7,362.93	\$4,260.64	\$11,623.57	\$26,629.01
			Total:	\$60,620.95	\$33,991.94			\$0.00		
Tarrant County	23-13359	10601481	2022-2023 EST	\$54,937.35	\$30,941.07	\$23,996.28	\$6,944.79	\$3,839.40	\$10,784.19	\$23,996.28
Tarrant County	23-13359	11091908	2022-2023 EST	\$32,895.60	\$18,789.42	\$14,106.18	\$4,683.24	\$2,256.99	\$6,940.23	\$14,106.13
Tarrant County	23-13359	12200018	2022-2023 EST	\$28,512.56	\$16,285.90	\$12,226.66	\$4,059.24	\$1,956.27	\$6,015.51	\$12,226.66
Tarrant County	23-13359	12694096	2022-2023 EST	\$19,259.58	\$11,000.76	\$8,258.82	\$2,741.94	\$1,321.41	\$4,063.35	\$8,258.82
Tarrant County	23-13359	12716022	2022-2023 EST	\$39,475.23	\$22,337.70	\$17,137.53	\$5,200.17	\$2,742.00	\$7,942.17	\$17,137.53
Tarrant County	23-13400	13682342	2022-2023 EST	\$37,795.79	\$21,588.33	\$16,207.46	\$5,380.87	\$2,593.19	\$7,974.06	\$16,207.45
Tarrant County	23-13400	13701525	2022-2023 EST	\$58,009.86	\$33,134.27	\$24,875.59	\$8,258.68	\$3,980.09	\$12,238.77	\$24,875.59
Tarrant County	23-13400	14383930	2022-2023 EST	\$22,506.74	\$12,855.47	\$9,651.27	\$3,204.20	\$1,544.20	\$4,748.40	\$9,651.27
			Total:	\$293,392.71	\$166,932.92			\$0.00		
Tom Green CAD	23-13359	P000078818	2022-2023 EST	\$15,751.77	\$8,997.15	\$6,754.62	\$8,997.15	\$1,080.74	\$10,077.89	\$0.00
			Total:	\$15,751.77	\$8,997.15			\$0.00		
Victoria County	23-13359	P303581	2022-2023 EST	\$22,130.15	\$12,409.02	\$9,721.13	\$2,687.89	\$1,555.38	\$4,243.27	\$9,721.13
			Total:	\$22,130.15	\$12,409.02					

Bed Bath Beyond, Inc
23-13359; 23-13400

Entity Name	Bank Number	Account Number	POC Year	POC Amount	2022 POC Amounts	2022 Base Tax	2022 Claim Shortfall	Post-Petition Interest	2022 Total Due through August 31, 2024	2022 Payment Received
Grand Total:				\$3,408,124.76	\$1,971,122.75	\$1,514,075.57	\$463,809.79	\$242,252.09	\$706,061.88	\$1,507,288.77

EXHIBIT D

Taxing Entity	Account Number	Total Still Due Through Aug 2024	Amount Paid by Plan Administrator	Remaining Priority Claim Balance	Claim Number: Bed Bath & Beyond Inc. unless otherwise noted
Brazos	335670	\$9,132.82	\$6,710.28	\$2,422.54	135
Denton MVBA entities	938862DEN	\$3,021.96	2220.37	\$801.59	151 (total of the 4 amounts = \$37,481.29)
	655782DEN	\$968.71	711.75	\$256.96	"
	696803DEN	\$127,794.32	93896.14	\$33,898.18	"
	943191DEN	\$9,517.44	6992.88	\$2,524.56	"
Guadalupe County for City of Selma	P325420	\$876.77	\$644.21	\$232.56	145
Hays County	P117965	\$1,465.17	\$1,076.52	\$388.65	147
Midland CAD entities	P000027228	\$4,474.72	\$3,287.77	\$1,186.95	156
Taylor County CAD	972540	\$4,417.88	\$3,246.01	\$1,171.87	143
City of Waco/Waco ISD	48A139470	\$4,521.91	\$3,322.45	\$1,199.46	139
Williamson County	P450420	\$11,181.48	\$8,215.53	\$2,965.95	136 (total of the 2 amounts = \$6,166.53)
	P406323	\$12,066.00	\$8,865.42	\$3,200.58	"
	P490204 (Buy Buy Baby)	\$6,380.24	\$4,687.84	\$1,692.40	113 [Buy Buy Baby Inc.]

Totals **\$195,819.42** **\$143,877.17** **\$51,942.25**

EXHIBIT E

Perdue Brandon Fielder Collins & Mott LLP - Exhibit E

Taxing Entity	Account Number	2022 Claim Total	Post Petition Interest (May 2023 - August 2024)	Amount paid by Debtors	Amount due through August 2024	Amount to be paid by Plan Administrator	Remaining Priority Tax Claim Balance
Alvin Comm College	9100-0148-000	\$1,427.62	\$ 178.94	\$ 1,118.39	\$ 488.17	\$ 358.68	\$ 129.49
Alvin ISD	9100-0148-000	\$12,503.24	\$ 1,501.89	\$ 9,386.82	\$ 4,618.31	\$ 3,393.28	\$ 1,225.03
Brazoria County	9100-0148-000	\$2,641.92	\$ 317.35	\$ 1,983.42	\$ 975.85	\$ 717.00	\$ 258.85
Brazoria County Drainage District #4	9100-0148-000	\$1,252.42	\$ 150.44	\$ 940.25	\$ 462.61	\$ 339.90	\$ 122.71
Brazoria County Special Road & Bridge	9100-0148-000	\$453.77	\$ 54.51	\$ 340.67	\$ 167.61	\$ 123.15	\$ 44.46
Brazoria Municipal Utility District #06	9100-0148-000	\$4,083.95	\$ 490.56	\$ 3,066.03	\$ 1,508.48	\$ 1,108.35	\$ 400.13
Pearland Municipal Management	9100-0148-000	\$682.12	\$ 81.94	\$ 512.10	\$ 251.96	\$ 185.12	\$ 66.83
Frisco Independent School District	P900020214071	\$19,625.45	\$ 2,357.41	\$ 14,733.82	\$ 7,249.04	\$ 5,326.19	\$ 1,922.85
Frisco Independent School District	P900021130071	\$20,591.72	\$ 2,473.48	\$ 15,459.25	\$ 7,605.95	\$ 5,588.43	\$ 2,017.52
Plano Independent School District	P900020211971	\$14,167.72	\$ 1,730.67	\$ 10,816.70	\$ 5,081.69	\$ 3,733.74	\$ 1,347.95
Plano Independent School District	P900029504641	\$34,484.82	\$ 4,212.53	\$ 26,328.31	\$ 12,369.04	\$ 9,088.08	\$ 3,280.96
Plano Independent School District	P900021010081	\$14,921.57	\$ 1,822.76	\$ 11,392.25	\$ 5,352.08	\$ 3,932.41	\$ 1,419.67
City of Houston	*0712040	\$8,606.90	\$ 1,033.86	\$ 6,461.64	\$ 3,179.12	\$ 2,335.84	\$ 843.28
Clear Creek Independent School District	*0651006	\$13,201.18	\$ 1,902.87	\$ 11,892.95	\$ 3,211.09	\$ 2,359.33	\$ 851.76
Clear Creek Independent School District	2169870	\$10,609.00	\$ 1,529.23	\$ 9,557.66	\$ 2,580.57	\$ 1,896.06	\$ 684.51
Humble Independent School District	*0797999	\$24,392.62	\$ 3,516.05	\$ 21,975.29	\$ 5,933.34	\$ 4,359.48	\$ 1,573.85
Humble Independent School District	2310368	\$9,188.82	\$ 1,324.51	\$ 8,278.21	\$ 2,235.11	\$ 1,642.24	\$ 592.88
Pasadena Independent School District	*0926033	\$14,236.06	\$ 1,710.04	\$ 10,687.73	\$ 5,258.37	\$ 3,863.55	\$ 1,394.81
Spring Branch Independent School District	*0712040	\$20,464.07	\$ 2,458.15	\$ 15,363.42	\$ 7,558.81	\$ 5,553.79	\$ 2,005.02
Lubbock Central Appraisal District	P174914	\$21,652.17	\$ 2,600.86	\$ 16,255.37	\$ 7,997.65	\$ 5,876.23	\$ 2,121.42
Midland County	P027228	\$1,109.75	\$ 133.30	\$ 833.14	\$ 409.91	\$ 301.18	\$ 108.73
Woodlands Metro Municipal Utility District	19-1001-93-25066	\$1,267.03	\$ 152.20	\$ 951.22	\$ 468.00	\$ 343.86	\$ 124.14
Woodlands Road Utility District	19-1001-93-25066	\$2,413.38	\$ 347.88	\$ 2,174.22	\$ 587.04	\$ 431.32	\$ 155.71
Randall County Tax Office	239573	\$34,482.70	\$ 4,142.06	\$ 25,887.90	\$ 12,736.86	\$ 9,358.34	\$ 3,378.53
City of Lake Worth	12200018	\$3,536.15	\$ 424.76	\$ 2,654.77	\$ 1,306.14	\$ 959.68	\$ 346.46
Grapevine-Colleyville Independent School District	12694096	\$11,977.34	\$ 1,438.72	\$ 8,992.00	\$ 4,424.06	\$ 3,250.55	\$ 1,173.51
Grapevine-Colleyville Independent School District	14383930	\$15,487.97	\$ 1,860.42	\$ 11,627.60	\$ 5,720.79	\$ 4,203.31	\$ 1,517.47
Wichita County Tax Office	443823	\$24,757.33	\$ 2,973.85	\$ 18,586.59	\$ 9,144.59	\$ 6,718.94	\$ 2,425.66
		\$	-				
		\$ 344,218.79	\$ 42,921.24	\$ 268,257.72	\$ 118,882.24	\$ 87,348.02	\$ 31,534.21

EXHIBIT F

Bed Bath Beyond, Inc
23-13359; 23-13400

EXHIBIT F LINEBARGER GOGGAN BLAIR & SAMPSON, LLP CLIENTS

Entity Name	Account Number	2022 Total Due through 8/31/24	Amount Paid by Plan Administrator	Remaining Priority Tax Claim Balance
Bexar County	000001142637	\$10,112.91	\$7,430.40	\$2,682.51
Bexar County	000001328825	\$20,244.15	\$14,874.27	\$5,369.88
Bexar County	902033105805	\$11,429.00	\$8,397.39	\$3,031.61
Bexar County	902033105810	\$9,910.57	\$7,281.74	\$2,628.84
Bexar County	902033106100	\$15,832.49	\$11,632.83	\$4,199.66
Bexar County	000001328820	\$9,425.39	\$6,925.25	\$2,500.14
Crowley ISD	11091908	\$7,598.35	\$5,582.84	\$2,015.51
Crowley ISD	13682342	\$8,729.73	\$6,414.12	\$2,315.61
Cypress-Fairbanks ISD	0594876	\$8,003.75	\$5,880.69	\$2,123.06
Cypress-Fairbanks ISD	2002542	\$4,152.08	\$3,050.72	\$1,101.36
Cypress-Fairbanks ISD	2196679	\$4,247.21	\$3,120.61	\$1,126.60
Dallas County	99100111250000000	\$21,980.84	\$16,150.29	\$5,830.55
Dallas County	99200225200206350	\$2,452.08	\$1,801.65	\$650.43
Dallas County	99952150000103700	\$33,975.69	\$24,963.44	\$9,012.25
Dallas County	99100111240000000	\$18,719.41	\$13,753.98	\$4,965.43
Dallas County	99191125600000000	\$808.91	\$594.34	\$214.57
El Paso	091399911161434	\$12,759.52	\$9,374.98	\$3,384.54
El Paso	200299904730042	\$16,713.81	\$12,280.38	\$4,433.44
Fort Bend Co WCID # 02	9960020970008910	\$832.33	\$611.55	\$220.78
Fort Bend Co WCID # 02	9960022210072910	\$533.02	\$391.64	\$141.39
Fort Bend County	9960020970008910	\$6,447.42	\$4,737.21	\$1,710.22
Fort Bend County	9960022210072910	\$4,128.93	\$3,033.71	\$1,095.22
Frisco	P900020214071	\$2,368.06	\$1,739.92	\$628.14
Frisco	P900021130071	\$2,484.67	\$1,825.59	\$659.07
Grayson County	P304912	\$5,026.38	\$3,693.10	\$1,333.28

Bed Bath Beyond, Inc
23-13359; 23-13400

Entity Name	Account Number	2022 Total Due through 8/31/24	Amount Paid by Plan Administrator	Remaining Priority Tax Claim Balance
Harris County	2212213400000	\$10.46	\$7.69	\$2.77
Harris County	2059487600000	\$5,781.52	\$4,247.94	\$1,533.58
Harris County	2065100600000	\$3,457.51	\$2,540.39	\$917.13
Harris County	2071204000000	\$1,750.66	\$1,286.29	\$464.37
Harris County	2079799900000	\$5,462.72	\$4,013.70	\$1,449.02
Harris County	2092275500000	\$13,263.62	\$9,745.37	\$3,518.25
Harris County	2092603300000	\$3,116.67	\$2,289.95	\$826.71
Harris County	2200254200000	\$1,448.30	\$1,064.13	\$384.17
Harris County	2225039700000	\$5,114.07	\$3,757.53	\$1,356.54
Harris County	2216987000000	\$2,778.60	\$2,041.56	\$737.04
Harris County	2219667900000	\$3,067.97	\$2,254.17	\$813.80
Harris County	2225040000000	\$6,214.06	\$4,565.75	\$1,648.32
Harris County	2231036800000	\$2,057.83	\$1,511.98	\$545.85
Harris County	2225076400000	\$0.00	\$0.00	\$0.00
Hidalgo County	M228099000000F06	\$4,487.84	\$3,297.42	\$1,190.43
Hidalgo County	E393199000004B16	\$13,928.41	\$10,233.82	\$3,694.59
Jefferson County	700000-000-058981-00000	\$5,420.09	\$3,982.38	\$1,437.71
Jefferson County	700000-000-058982-00000	\$5,897.70	\$4,333.30	\$1,564.40
Lewisville ISD	655782DEN	\$5,507.39	\$4,046.52	\$1,460.87
Lewisville ISD	696803DEN	\$239,172.93	\$175,730.91	\$63,442.03
Lewisville ISD	938862DEN	\$5,655.72	\$4,155.51	\$1,500.21
McAllen	M228099000000F06	\$1,368.15	\$1,005.24	\$362.91
McLennan County	48A139470	\$1,152.55	\$846.83	\$305.72
Mesquite	99200225200206350	\$4,510.10	\$3,313.77	\$1,196.33
Montgomery County	1910018160454	\$6,741.49	\$4,953.27	\$1,788.22

Bed Bath Beyond, Inc
23-13359; 23-13400

Entity Name	Account Number	2022 Total Due through 8/31/24	Amount Paid by Plan Administrator	Remaining Priority Tax Claim Balance
Montgomery County	1910019325066	\$12,246.89	\$8,998.33	\$3,248.56
Nueces County	B00282180000	\$12,483.21	\$9,171.97	\$3,311.25
Parker CAD	P013372	\$3,457.39	\$2,540.30	\$917.09
Rockwall CAD	64848	\$3,817.49	\$2,804.88	\$1,012.61
San Marcos CISD	P117965	\$1,122.39	\$824.67	\$297.72
Smith County	40100143082000	\$11,623.57	\$8,540.35	\$3,083.22
Tarrant County	10601481	\$10,784.19	\$7,923.62	\$2,860.57
Tarrant County	11091908	\$6,940.23	\$5,099.29	\$1,840.94
Tarrant County	12200018	\$6,015.51	\$4,419.86	\$1,595.65
Tarrant County	12694096	\$4,063.35	\$2,985.52	\$1,077.83
Tarrant County	12716022	\$7,942.17	\$5,835.47	\$2,106.71
Tarrant County	13682342	\$7,974.06	\$5,858.90	\$2,115.17
Tarrant County	13701525	\$12,238.77	\$8,992.37	\$3,246.41
Tarrant County	14383930	\$4,748.40	\$3,488.86	\$1,259.54
Tom Green CAD	P000078818	\$10,077.89	\$7,404.67	\$2,673.22
Victoria County	P303581	\$4,243.27	\$3,117.72	\$1,125.55
		\$706,061.88	\$518,774.79	\$187,287.09